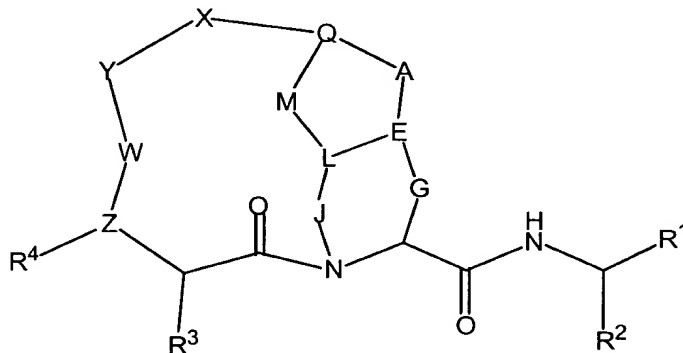


This listing of claims will replace all prior versions and listings of claims in the application:

**Listing of Claims:**

Claim 1(currently amended): A macrocyclic compound, including enantiomers, stereoisomers, rotomers and tautomers of said compound, and pharmaceutically acceptable salts or solvates of said compound, said compound having the general structure shown in Formula I:



Formula I

wherein:

X and Y are independently selected from the moieties: alkyl, alkyl-aryl, heteroalkyl, heteroaryl, aryl-heteroaryl, alkyl-heteroaryl, cycloalkyl, alkyl ether, alkyl-aryl ether, aryl ether, alkyl amino, aryl amino, alkyl-aryl amino, alkyl sulfide, alkyl-aryl sulfide, aryl sulfide, alkyl sulfone, alkyl-aryl sulfone, aryl sulfone, alkyl-alkyl sulfoxide, alkyl-aryl sulfoxide, alkyl amide, alkyl-aryl amide, aryl amide, alkyl sulfonamide, alkyl-aryl sulfonamide, aryl sulfonamide, alkyl urea, alkyl-aryl urea, aryl urea, alkyl carbamate, alkyl-aryl carbamate, aryl carbamate, alkyl -hydrazide, alkyl-aryl hydrazide, alkyl hydroxamide, alkyl-aryl hydroxamide, alkyl sulfonyl, aryl sulfonyl, heteroalkyl sulfonyl, heteroaryl sulfonyl, alkyl carbonyl, aryl carbonyl, heteroalkyl carbonyl, heteroaryl carbonyl, alkoxycarbonyl, aryloxycarbonyl, heteroaryloxycarbonyl, alkylaminocarbonyl, arylaminocarbonyl, heteroarylaminocarbonyl or a combination thereof, with the proviso that X and Y may optionally be additionally substituted with moieties selected from the group consisting of aromatic, alkyl, alkyl-aryl, heteroalkyl, aryl-heteroaryl, alkyl-heteroaryl,

cycloalkyl, alkyl ether, alkyl-aryl ether, alkyl sulfide, alkyl-aryl sulfide, alkyl sulfone, alkyl-aryl sulfone, alkyl amide, alkyl-aryl amide, alkyl sulfonamide, , alkyl amines, alkyl-aryl amines, alkyl-aryl sulfonamide, alkyl urea, alkyl-aryl urea, alkyl carbamate and alkyl-aryl carbamate;

$R^1 = COR^5$  or  $B(OR)_2$ , wherein  $R^5 = H, OH, OR^8, NR^9R^{10}, CF_3, C_2F_5, C_3F_7, CF_2R^6, R^6$ , or  $COR^7$  wherein  $R^7 = H, OH, OR^8, CHR^9R^{10}$ , or  $NR^9R^{10}$ , wherein  $R^6, R^8, R^9$  and  $R^{10}$  are independently selected from the group consisting of H, alkyl, aryl, heteroalkyl, heteroaryl, cycloalkyl, cycloalkyl, arylalkyl, heteroarylalkyl,  $CH(R^1')COOR^{11}$ ,  $CH(R^1')CONR^{12}R^{13}$ ,  $CH(R^1')CONHCH(R^2')COOR^{11}$ ,  $CH(R^1')CONHCH(R^2')CONR^{12}R^{13}$ ,  $CH(R^1')CONHCH(R^2')R'$ ,  $CH(R^1')CONHCH(R^2')CONHCH(R^3')COOR^{11}$ ,  $CH(R^1')CONHCH(R^2')CONHCH(R^3')CONR^{12}R^{13}$ ,  $CH(R^1')CONHCH(R^2')CONHCH(R^3')CONHCH(R^4')COOR^{11}$ ,  $CH(R^1')CONHCH(R^2')CONHCH(R^3')CONHCH(R^4')CONR^{12}R^{13}$ ,  $CH(R^1')CONHCH(R^2')CONHCH(R^3')CONHCH(R^4')CONHCH(R^5')COOR^{11}$ ,  $CH(R^1')CONHCH(R^2')CONHCH(R^3')CONHCH(R^4')CONHCH(R^5')CONR^{12}R^{13}$ , wherein  $R^1', R^2', R^3', R^4', R^5', R^{11}, R^{12}, R^{13}$ , and  $R'$  are independently selected from a group consisting of H, alkyl, aryl, heteroalkyl, heteroaryl, cycloalkyl, alkyl-aryl, alkyl-heteroaryl, aryl-alkyl and heteroarylalkyl;

Z is selected from O, N, or CH;

W may be present or absent, and if W is present, W is selected from C=O, C=S, or SO<sub>2</sub>;

Q maybe present or absent, and when Q is present, Q is CH, N, P, (CH<sub>2</sub>)<sub>p</sub>, (CHR)<sub>p</sub>, (CRR')<sub>p</sub>, O, NR, S, or SO<sub>2</sub>; and when Q is absent, M is also absent, and A is directly linked to X;

A is O, CH<sub>2</sub>, (CHR)<sub>p</sub>, (CHR-CHR')<sub>p</sub>, (CRR')<sub>p</sub>, NR, S, SO<sub>2</sub> or a bond;

E is CH, N or CR, or a double bond towards A, L or G;

G may be present or absent, and when G is present, G is (CH<sub>2</sub>)<sub>p</sub>,

(CHR)<sub>p</sub>, or (CRR')<sub>p</sub>; and when G is absent, J is present and E is directly connected to the carbon atom where G was connected to;

J may be absent or present, and when J is present, J is  $(CH_2)_p$ ,  $(CHR)_p$ , or  $(CRR')_p$ ,  $SO_2$ ,  $NH$ ,  $NR$  or  $O$ ; and when J is absent, G is present and E is directly linked to N;

L may be present or absent, and when L is present, L is  $CH$ ,  $CR$ ,  $O$ ,  $S$  or  $NR$ ; and when L is absent, then M may be absent or present, and if M is present with L being absent, then M is directly and independently linked to E, and J is directly and independently linked to E;

M may be present or absent, and when M is present, M is  $O$ ,  $NR$ ,  $S$ ,  $SO_2$ ,  $(CH_2)_p$ ,  $(CHR)_p$ ,  $(CHR-CHR')_p$ , or  $(CRR')_p$ ;

p is a number from 0 to 6; and

$R$ ,  $R'$ ,  $R^2$ ,  $R^3$  and  $R^4$  are independently selected from the group consisting of  $H$ ; C1-C10 alkyl; C2-C10 alkenyl; C3-C8 cycloalkyl; C3-C8 heterocycloalkyl, alkoxy, aryloxy, alkylthio, arylthio, amino, amido, ester, carboxylic acid, carbamate, urea, ketone, aldehyde, cyano, nitro; oxygen, nitrogen, sulfur, or phosphorus atoms with said oxygen, nitrogen, sulfur, or phosphorus atoms numbering zero to six; (cycloalkyl)alkyl and (heterocycloalkyl)alkyl, wherein said cycloalkyl is made of three to eight carbon atoms, and zero to six oxygen, nitrogen, sulfur, or phosphorus atoms, and said alkyl is of one to six carbon atoms; aryl; heteroaryl; alkyl-aryl; and alkyl-heteroaryl; with said alkyl, heteroalkyl, alkenyl, heteroalkenyl, aryl, heteroaryl, cycloalkyl and heterocycloalkyl moieties may be optionally substituted, with said term "substituted" referring to optional and suitable substitution with one or more moieties selected from the group consisting of alkyl, alkenyl, alkynyl, aryl, aralkyl, cycloalkyl, heterocyclic, halogen, hydroxy, thio, alkoxy, aryloxy, alkylthio, arylthio, amino, amido, ester, carboxylic acid, carbamate, urea, ketone, aldehyde, cyano, nitro, sulfonamide, sulfoxide, sulfone, sulfonyl urea, hydrazide, and hydroxamate.

Claim 2 (currently amended): The compound of claim 1, wherein  $R^1 = COR^5$ , and  $R^5$  is  $H$ ,  $OH$ ,  $COOR^8$ , or  $CONR^9R^{10}$ .

Claim 3 (currently amended): The compound of claim 2, wherein  $R^1 = COCONR^9R^{10}$ , and  $R^9$  is  $H$ ,  $R^{10}$  is  $H$ ,  $CH(R^1)COOR^{11}$ ,  $CH(R^1)CONR^{12}R^{13}$ ,

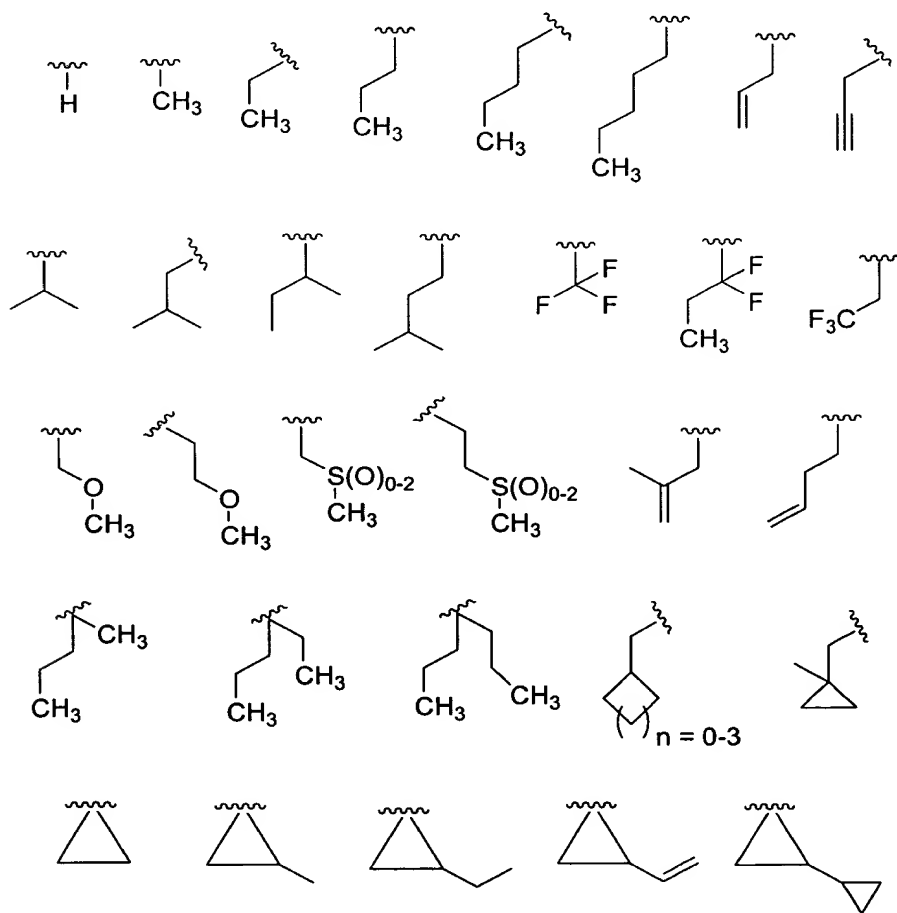
$\text{CH}(\text{R}^1)\text{CONHCH}(\text{R}^2)\text{COOR}^{11}$ ,  $\text{CH}(\text{R}^1)\text{CONHCH}(\text{R}^2)\text{CONR}^{12}\text{R}^{13}$ , or  
 $\text{CH}(\text{R}^1)\text{CONHCH}(\text{R}^2)(\text{R}')$ .

Claim 4 (currently amended): The compound of claim 3, wherein  $\text{R}^{10} =$   
 $\text{CH}(\text{R}^1)\text{CONHCH}(\text{R}^2)\text{COOR}^{11}$ ,  $\text{CH}(\text{R}^1)\text{CONHCH}(\text{R}^2)\text{CONR}^{12}\text{R}^{13}$ , or  $\text{CH}(\text{R}^1)$   
 $\text{CONHCH}(\text{R}^2)(\text{R}')$ , wherein  $\text{R}^1$  is H or alkyl, and  $\text{R}^2$  is phenyl, substituted  
 phenyl, hetero atom-substituted phenyl, thiophenyl, cyclohexyl, cyclopentyl,  
 cyclopropyl, piperidyl, pyridyl and 2-indanyl.

Claim 5 (original): The compound of claim 4, wherein  $\text{R}^1$  is H.

Claim 6 (currently amended): The compound of claim 5, wherein  $\text{R}^2 =$   
 phenyl, thiophenyl, cyclohexyl, 2-indanyl, cyclopentyl, pyridyl, or phenyl(4-  
 $\text{HNSO}_2\text{NH}_2$ ),  $\text{R}^{11}$  is H or *tert*-butyl,  $\text{R}^{12}$  and  $\text{R}^{13}$  are methyl, and  $\text{R}'$  is  
 hydroxymethyl or *tert*-butoxymethyl.

Claim 7 (original): The compound of claim 1, wherein  $\text{R}^2$  is selected from the  
 group consisting of the following moieties:



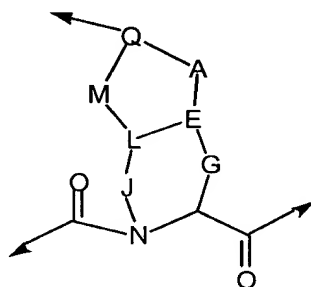
Claim 8 (currently amended): The compound of claim 7 wherein  $\text{R}^1 =$   
 $\text{COR}^5$ , and  $\text{R}^5$  is H, OH,  $\text{COOR}^8$ , or  $\text{CONR}^9\text{R}^{10}$ .

Claim 9 (currently amended): The compound of claim 8 wherein L and M are absent, J is directly linked to E[[:]] .

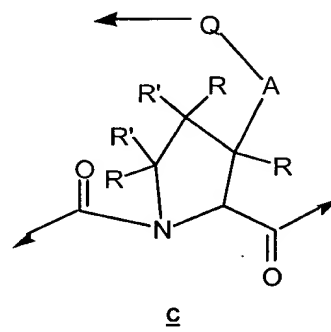
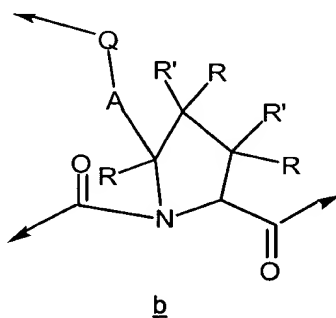
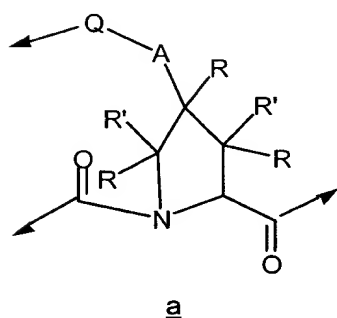
Claim 10 (currently amended): The compound of claim 8 wherein L, J and M are absent, E is directly linked to N[[:]] .

Claim 11 (original): The compound of claim 8 wherein G and M are absent.

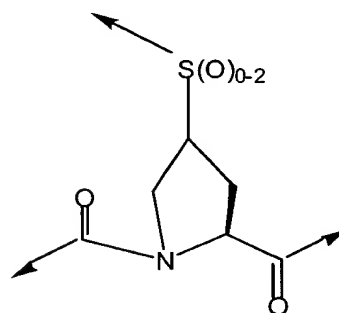
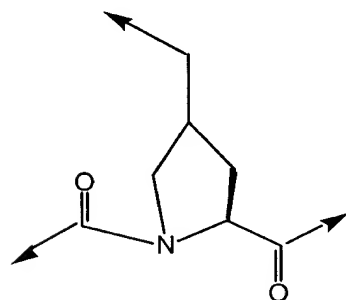
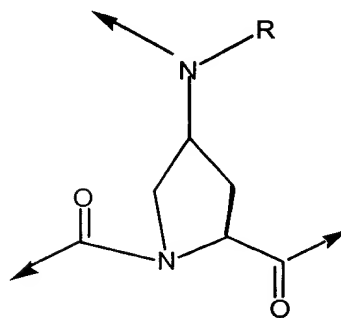
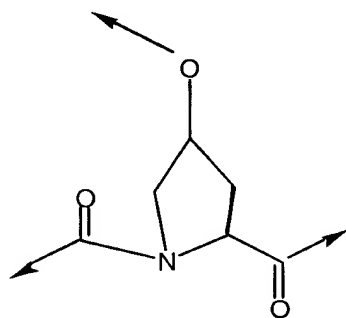
Claim 12 (currently amended): The compound of claim 8, wherein the moiety:



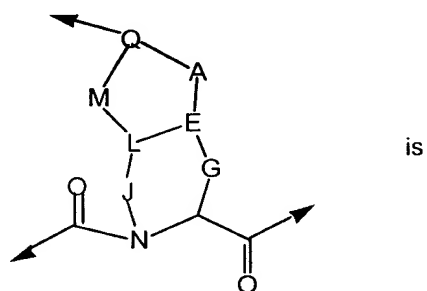
is selected from the group consisting of the following structures a, b, or c:



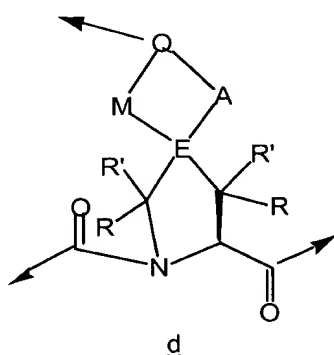
Claim 13 (original): The compound of claim 12, wherein structure a is selected from the following structures:



Claim 14 (original): The compound of claim 8, wherein:



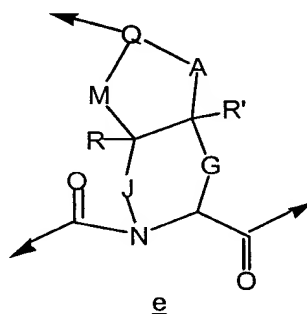
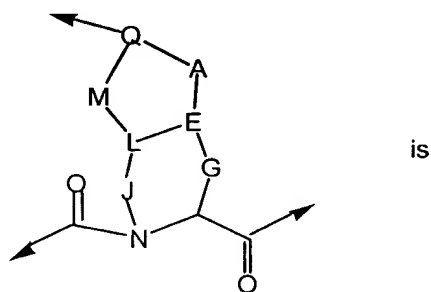
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d

wherein M may be absent or present, and if M is absent, Q is linked to E.

Claim 15 (original): The compound of claim 8, wherein:

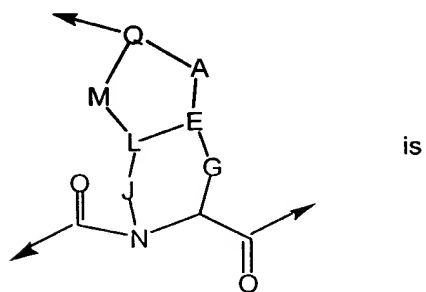


wherein G and J are independently selected from the group consisting of  $(CH_2)_p$ ,  $(CHR)_p$ ,  $(CHR-CHR')_p$ , and  $(CRR')_p$ ; A and M are independently selected from the group consisting of O, S,  $SO_2$ , NR,  $(CH_2)_p$ ,  $(CHR)_p$ ,  $(CHR-CHR')_p$ , and  $(CRR')_p$ ; and Q is CH, CR, or N.

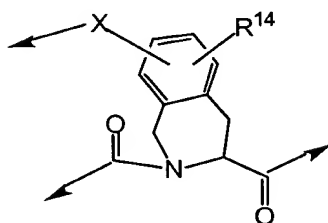
Claim 16 (original): The compound of claim 8, wherein G and J are independently selected from the group consisting of  $(CH_2)_p$ ,  $(CHR)_p$ ,  $(CHR-CHR')_p$ , and  $(CRR')_p$ ; and the moiety A-E-L-M-Q is an aromatic ring consisting of two to eight carbon atoms, zero to six hetero atoms with X and J being *ortho*, *para* or *meta* with respect to each other.



Claim 17 (original): The compound of claim 16, wherein:



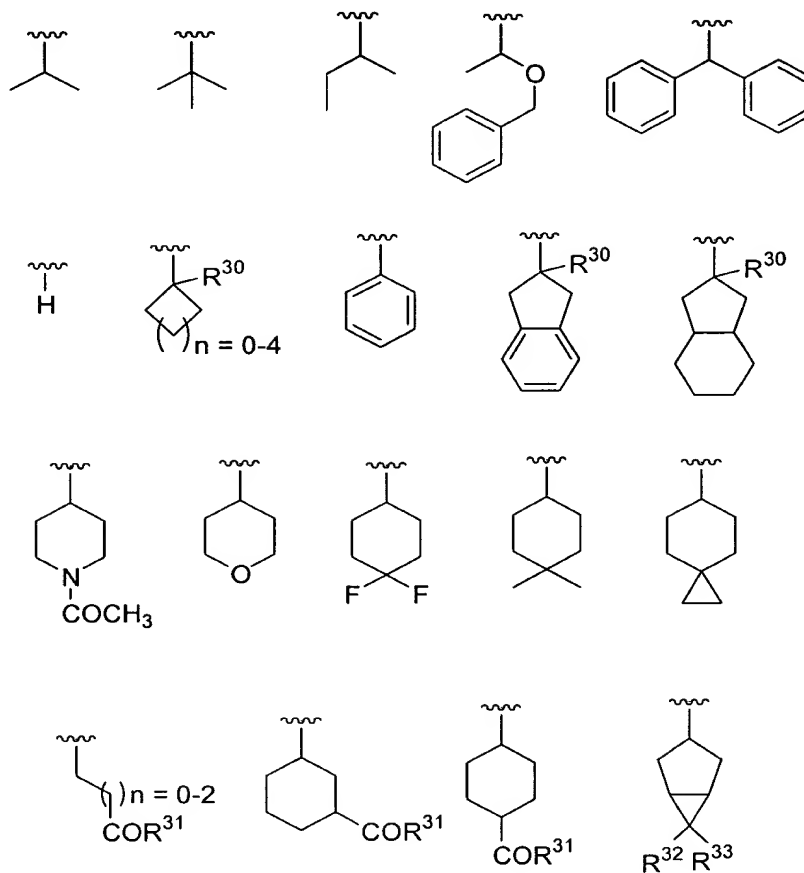
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wherein R<sup>14</sup> is selected from the group consisting of H, alkyl, aryl, heteroalkyl, heteroaryl, cycloalkyl, alkyl-aryl, alkyl-heteroaryl, aryl-alkyl and heteroaralkyl.

Claim 18 (original): The compound of claim 1, wherein  $R^3$  is selected from the group consisting of:

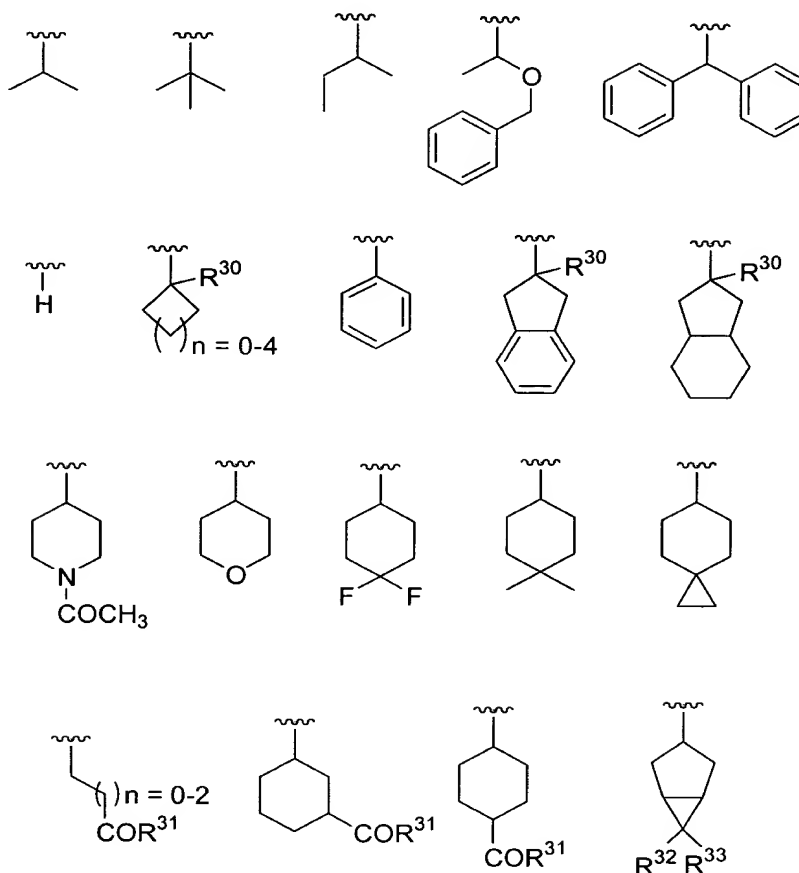


wherein  $R^{30}$  = H,  $\text{CH}_3$  or other alkyl groups;

$R^{31}$  = OH, O-alkyl,  $\text{NH}_2$ , N-alkyl; and

$R^{32}$  and  $R^{33}$  may be the same or different and are selected independently from H, F, Cl, Br and  $\text{CH}_3$ .

Claim 19 (currently amended)): The compound of claim 8, wherein  $R^3$  is selected from the group consisting of:

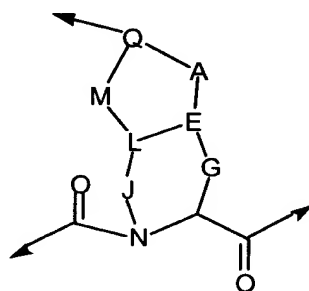


wherein  $R^{30} = H, CH_3$  or other alkyl groups;

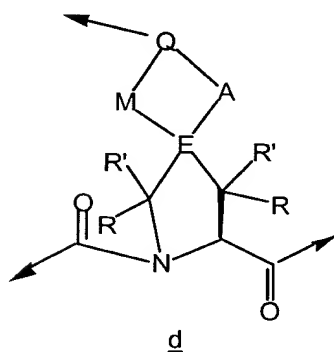
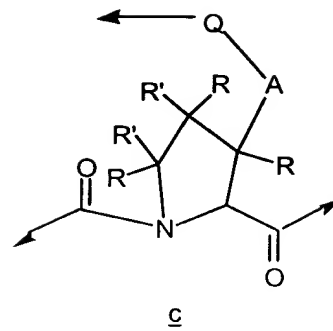
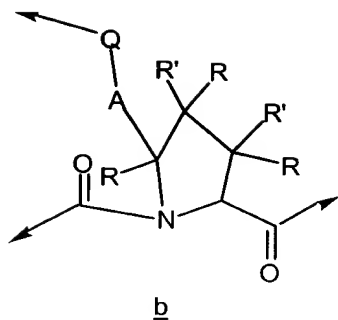
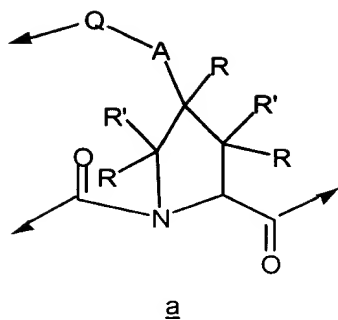
$R^{31} = OH, O\text{-alkyl}, NH_2, N\text{-alkyl}$ ; and

$R^{32}$  and  $R^{33}$  may be the same or different and are selected independently from  $H, F, Cl, Br$  and  $CH_3$ ,

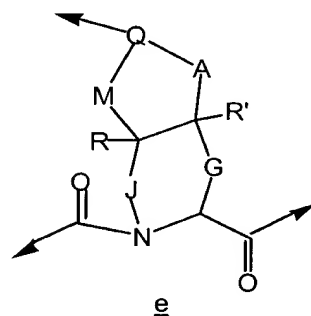
and the moiety:



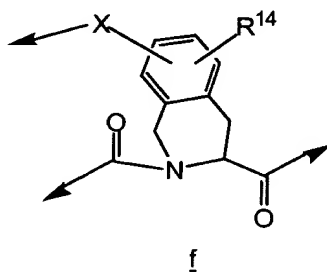
is selected from one of the following structures a, b, c, d, e, and f:



wherein M may be absent or present, and if M is absent, Q is linked to E;



wherein G and J are independently selected from the group consisting of  $(CH_2)_p$ ,  $(CHR)_p$ ,  $(CHR-CHR')_p$ , and  $(CRR')_p$ ; A and M are independently selected from the group consisting of O, S,  $SO_2$ , NR,  $(CH_2)_p$ ,  $(CHR)_p$ ,  $(CHR-CHR')_p$ , or  $(CRR')_p$ , Q is CH, CR, or N; and

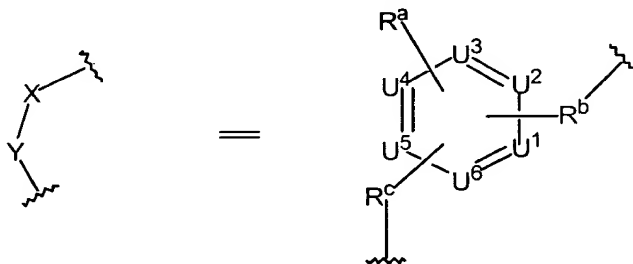


Claim 20 (original): A compound of claim 19, wherein Z = N and  $R^4 = H$ .

Claim 21 (original): A compound of claim 20, wherein W is C=O.

Claim 22 (original): A compound of claim 21, wherein the moiety X-Y is selected from the group consisting of: C1-C6 alkyl, O-alkyl, NR-alkyl.

Claim 23 (original): A compound of claim 21, wherein:



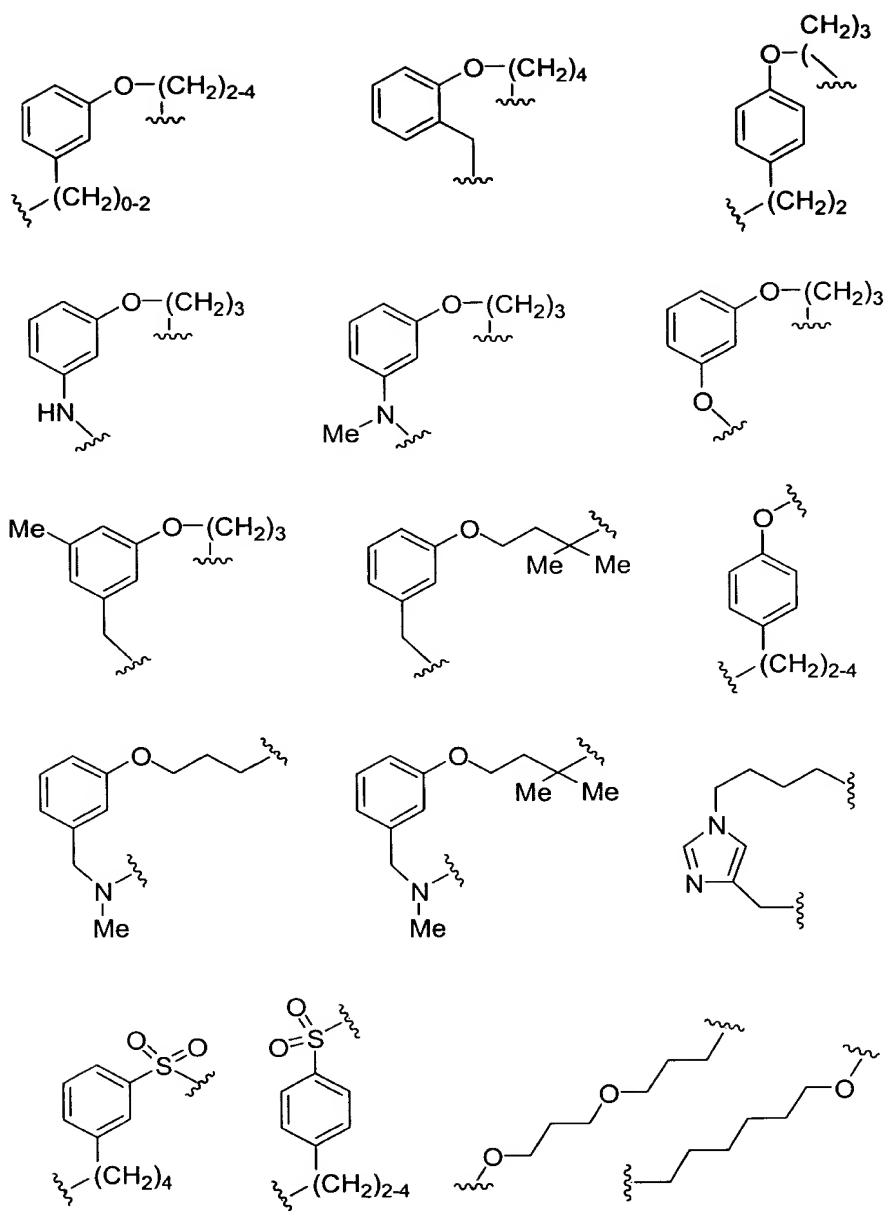
wherein  $R^b$  is connected directly to Q if Q is present or to A if Q is absent;  $R^c$  is connected to W;  $U^1$  through  $U^6$  can be part of a six membered carbon ring, or five or six membered ring with one or more heteroatoms;

$R^a$  = H, alkyl, alkoxy, hydroxy, thio, halogen, nitro, cyano, carboxylic acid, ester, amide, amino, nitrile, or  $CF_3$ ;

$R^b$  is a bond, C1-C6 alkyl, C2-C6 alkenyl, C2-C6 alkynyl, O, S,  $SO_2$ , NH, O(alkyl), S(alkyl),  $SO_2$ (alkyl) or N(alkyl); and

$R^c$  is a bond, C1-C6 alkyl, C2-C6 alkenyl, C2-C6 alkynyl, O, S,  $SO_2$ , NH, O(alkyl), S(alkyl),  $SO_2$ (alkyl), N(alkyl) or  $CH_2$ -N(alkyl) with the  $CH_2$  being linked to the aromatic ring.

Claim 24 (original):. A compound of claim 21, wherein the moiety X-Y is selected from the group consisting of the following structures:



Claim 25 (original): A pharmaceutical composition comprising as an active ingredient a compound of claim 1.

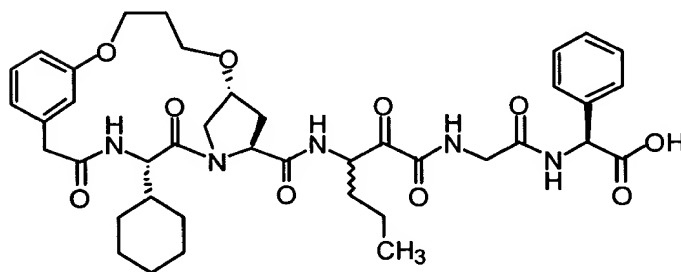
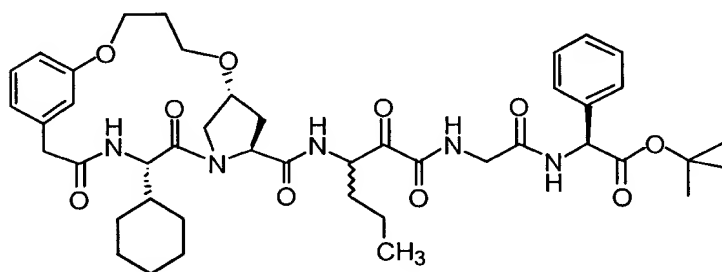
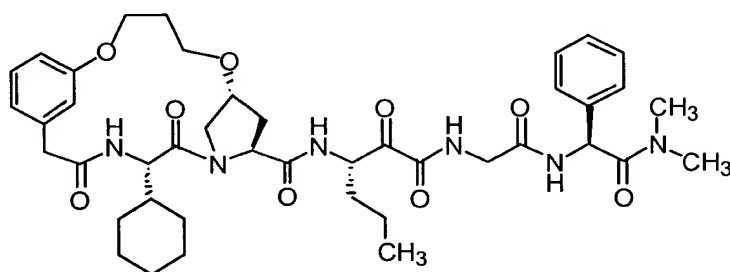
Claim 26 (canceled).

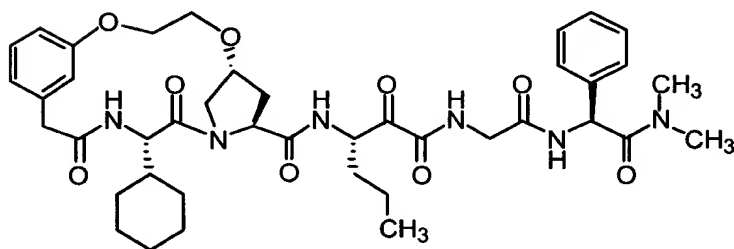
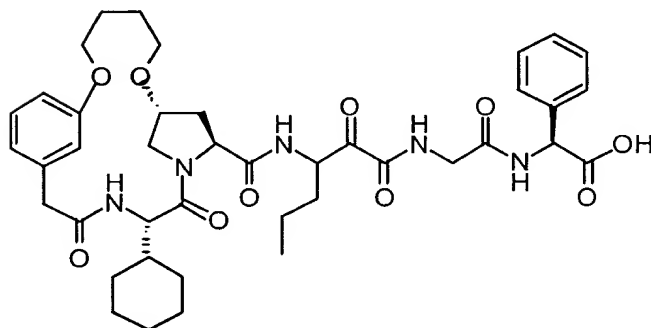
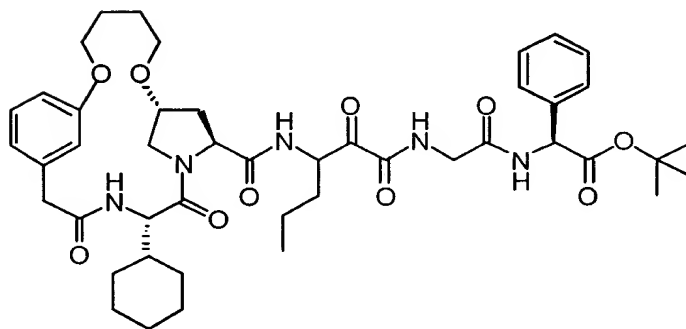
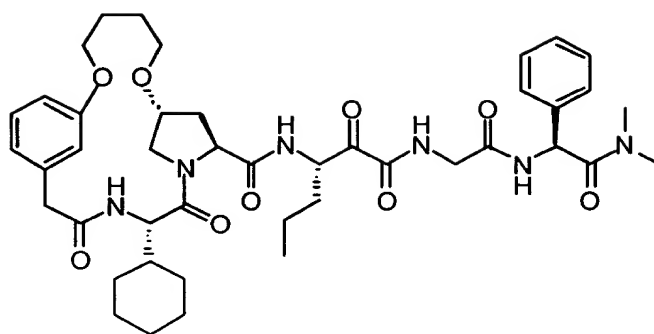
Claim 27 (original): The pharmaceutical composition of claim 25 additionally comprising a pharmaceutically acceptable carrier.

Claim 28 (original): A method of treating disorders associated with the HCV protease, said method comprising administering to a patient in need of such treatment a pharmaceutical composition which comprises therapeutically effective amounts of a compound of claim 1.

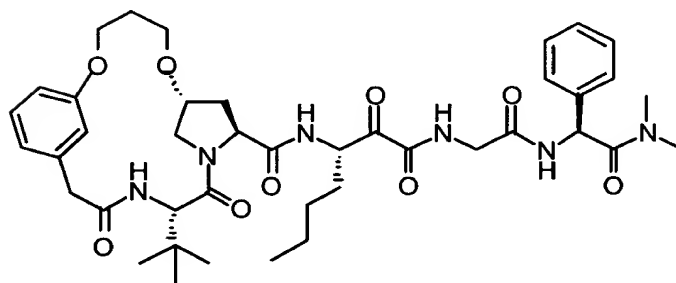
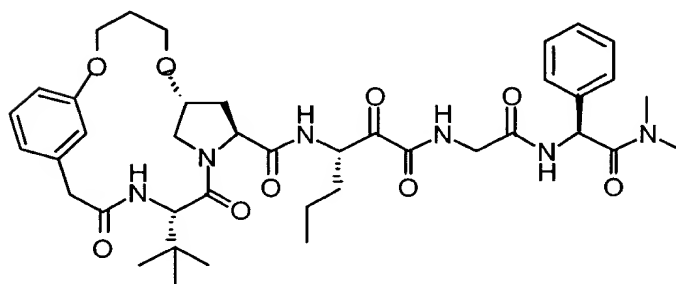
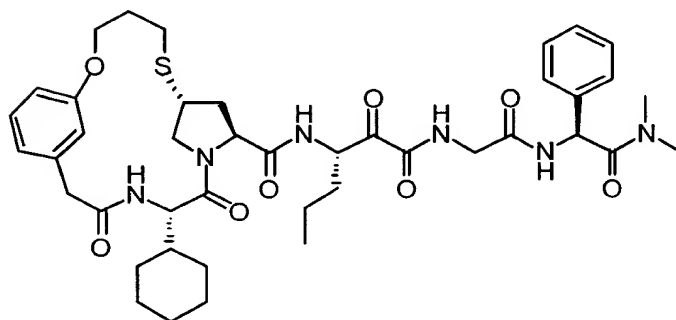
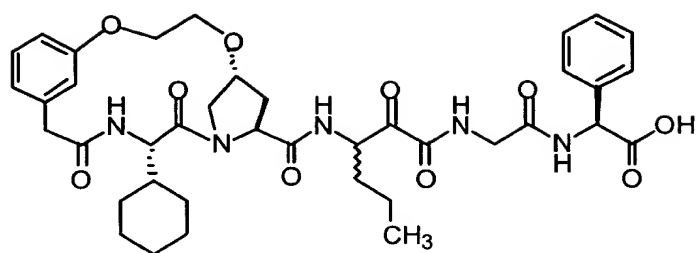
Claim 30 (original): A method of preparing a pharmaceutical composition for treating the disorders associated with the HCV protease, said method comprising bringing into intimate contact a compound of claim 1 and a pharmaceutically acceptable carrier.

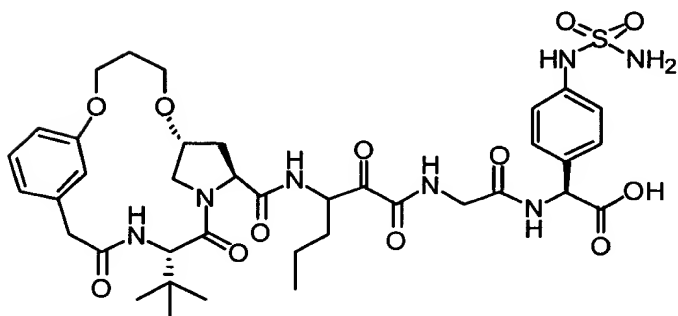
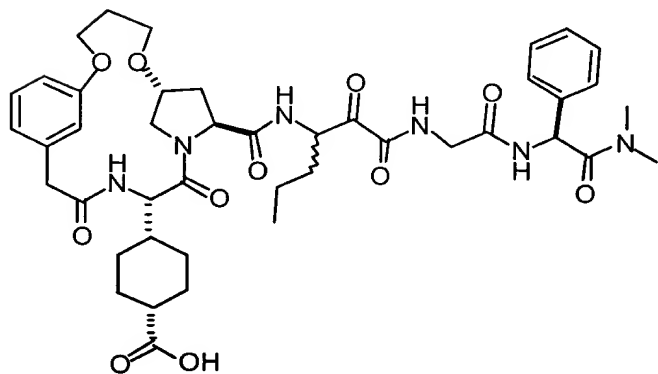
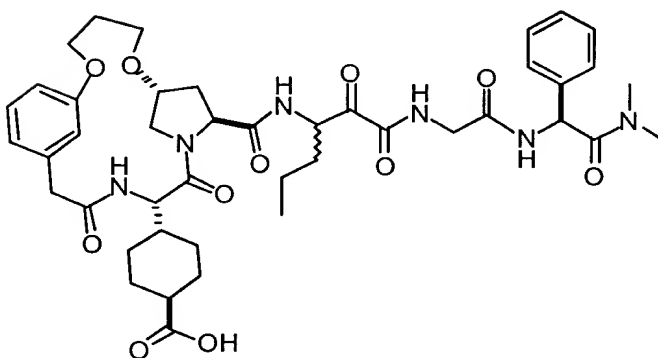
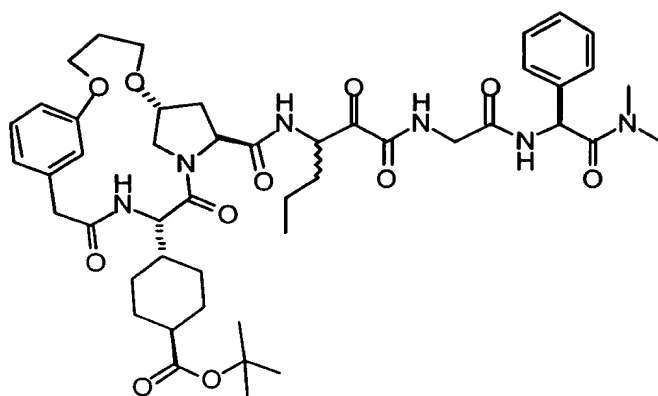
Claim 31 (original): A compound exhibiting HCV protease inhibitory activity, including enantiomers, stereoisomers and tautomers of said compound, and pharmaceutically acceptable salts or solvates of said compound, said compound being selected from the compounds of structures listed below:



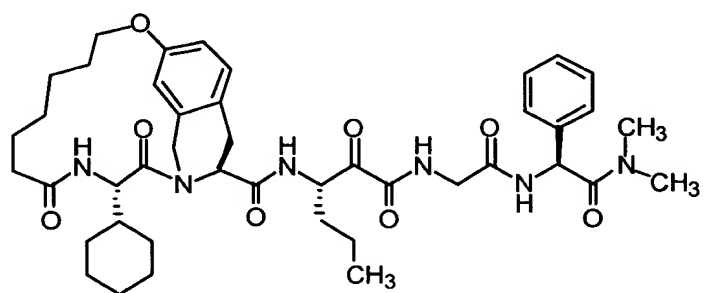
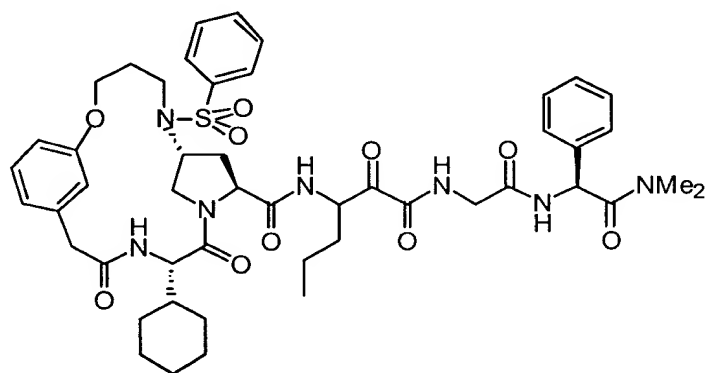
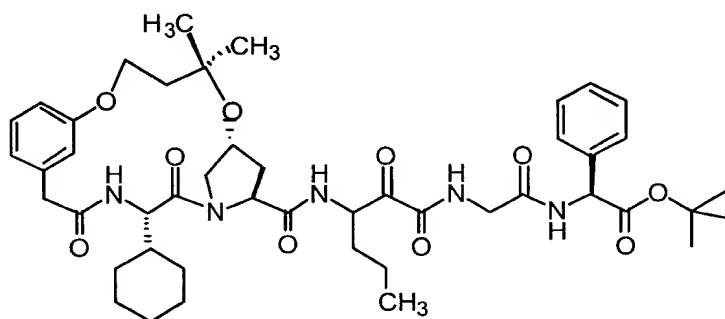
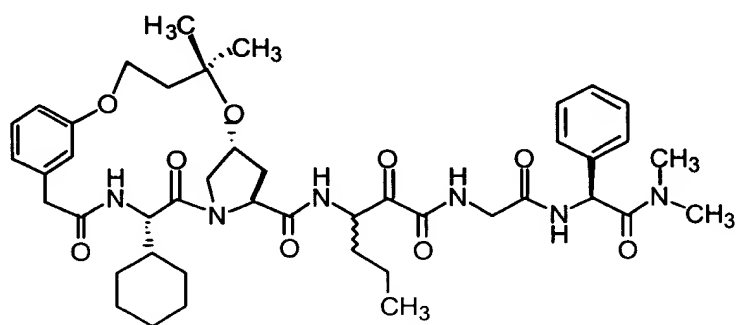


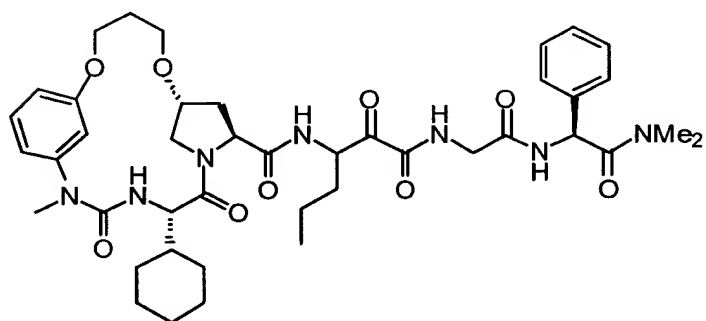
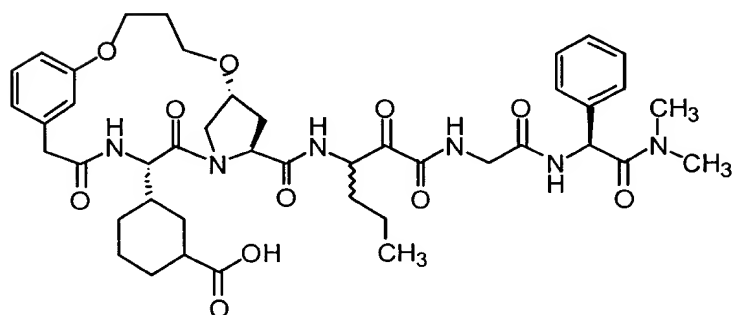
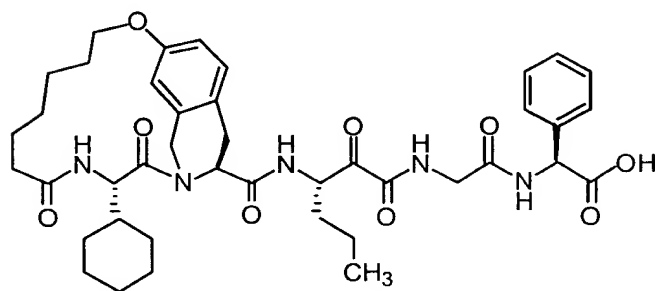
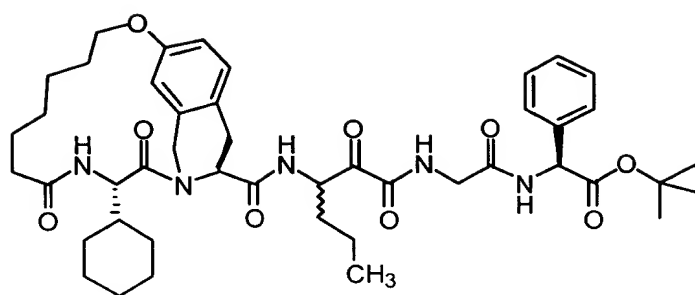


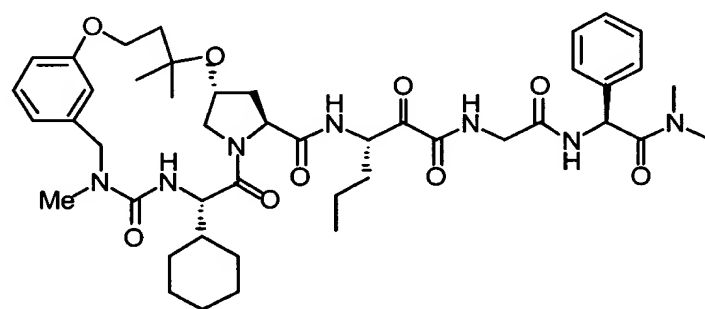
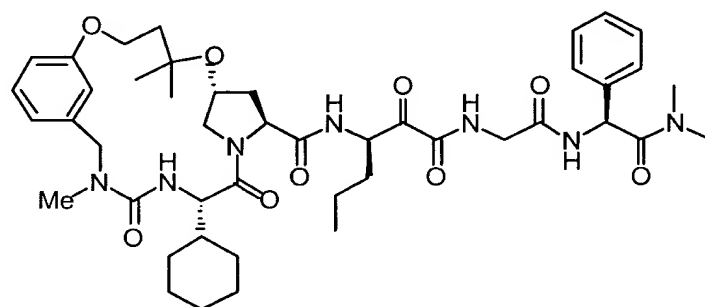
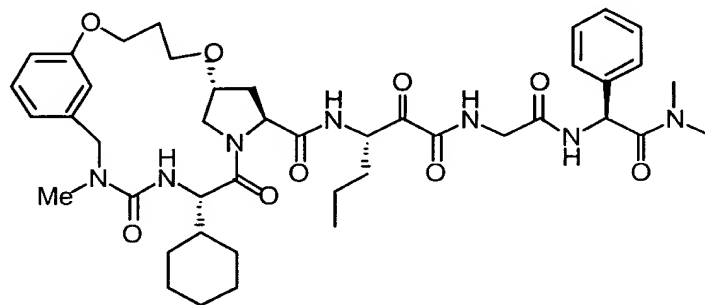
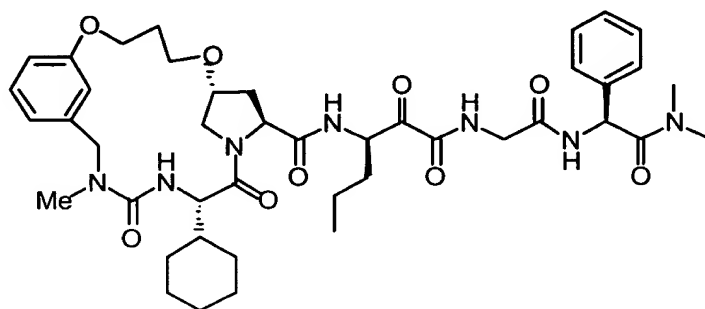


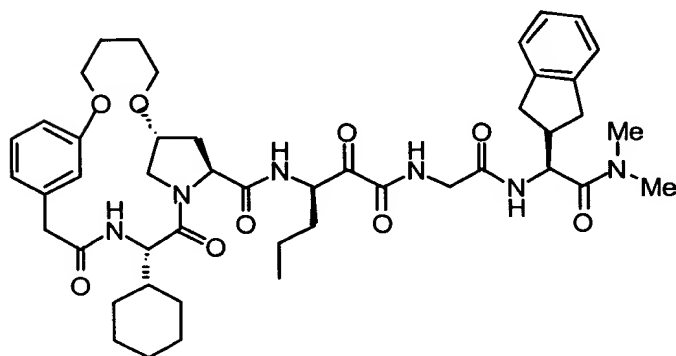
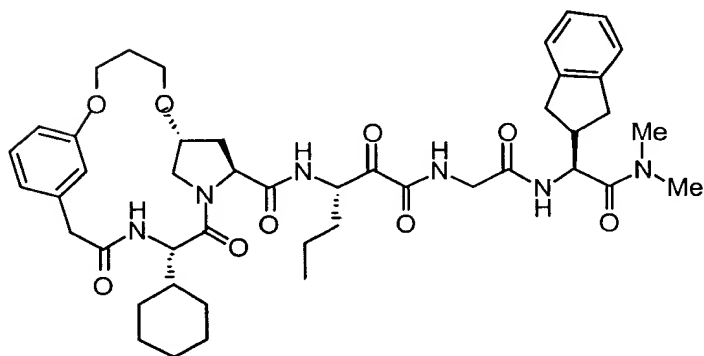
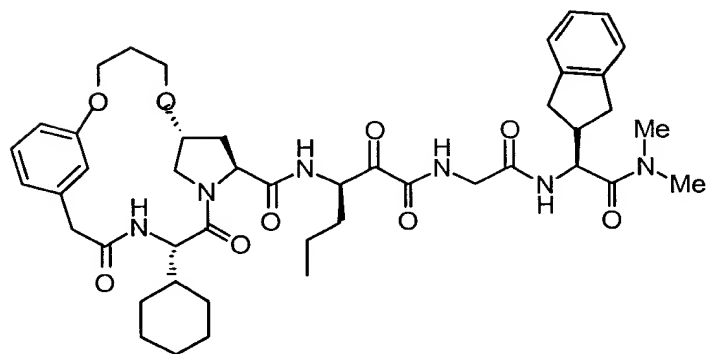
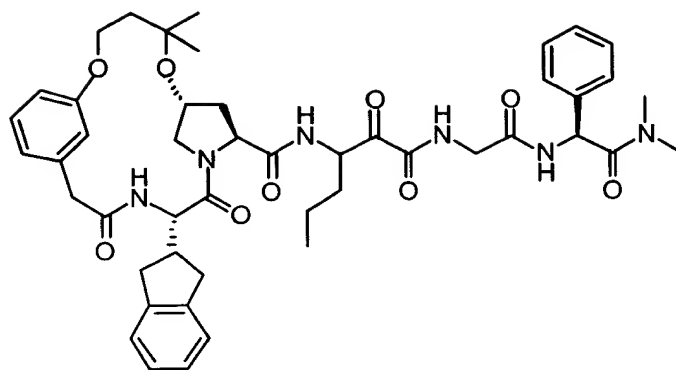


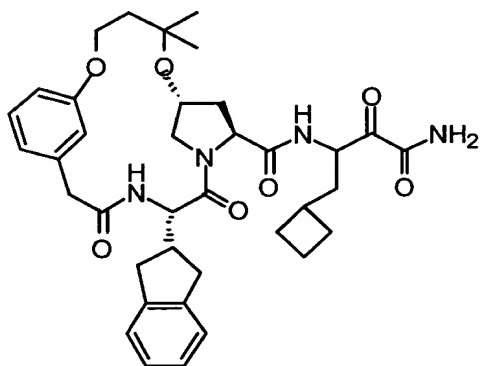
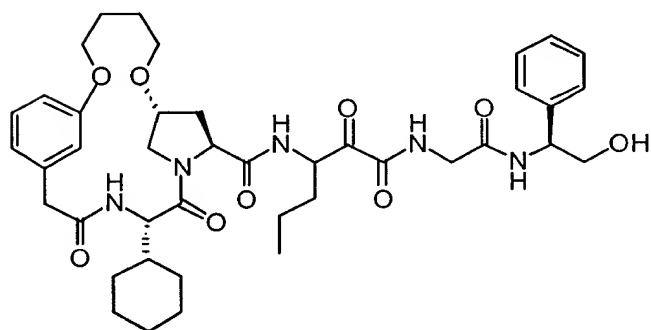
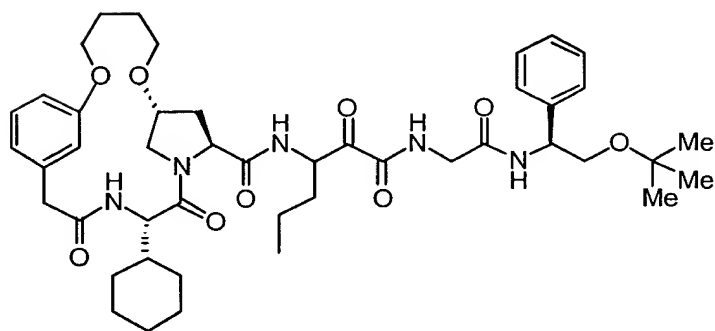
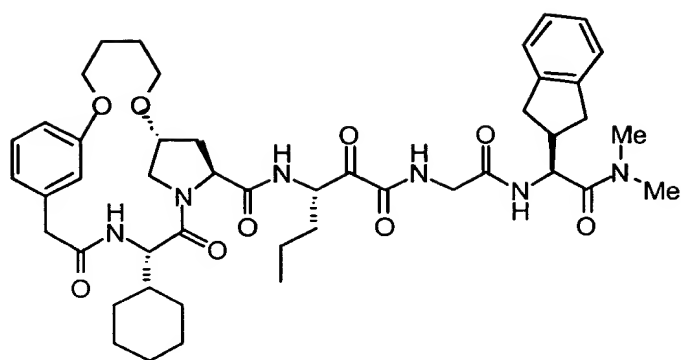




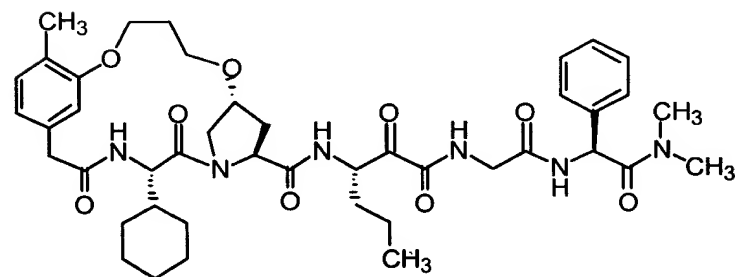
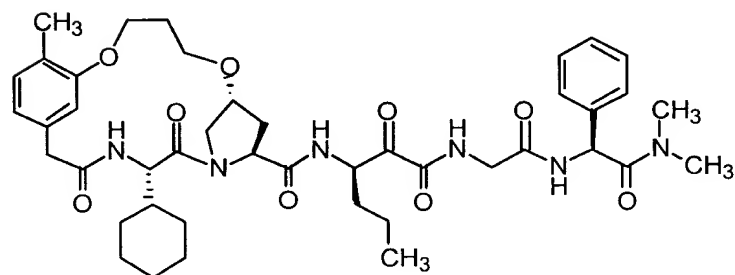
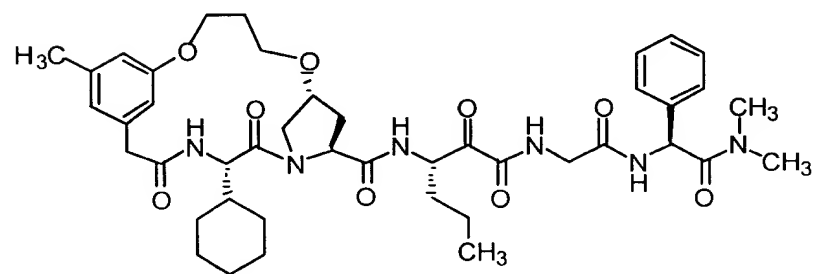
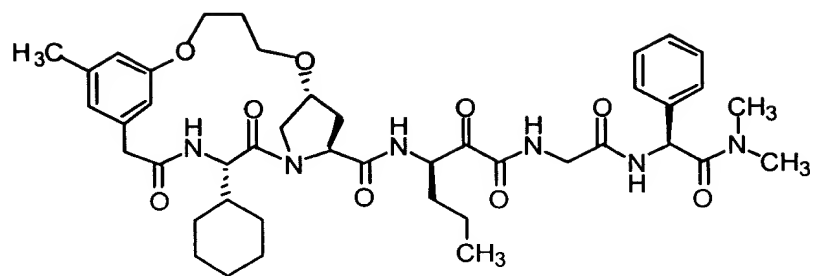


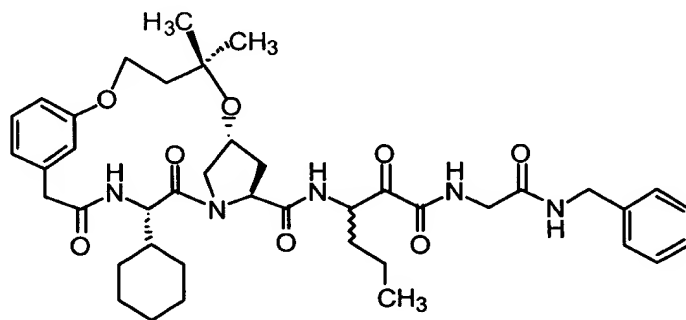
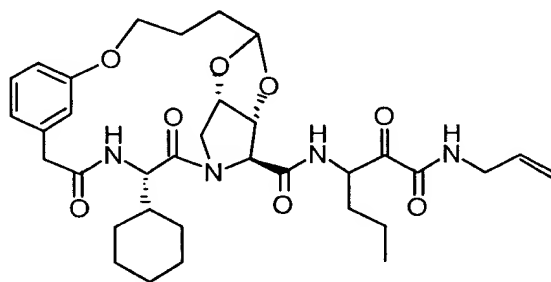
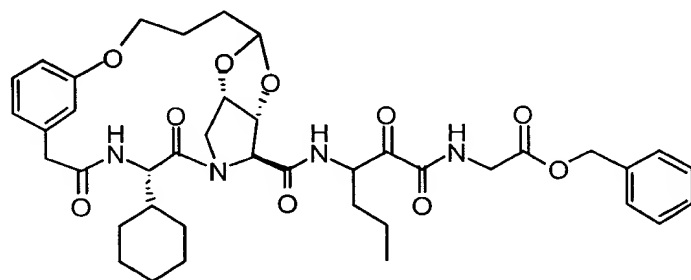
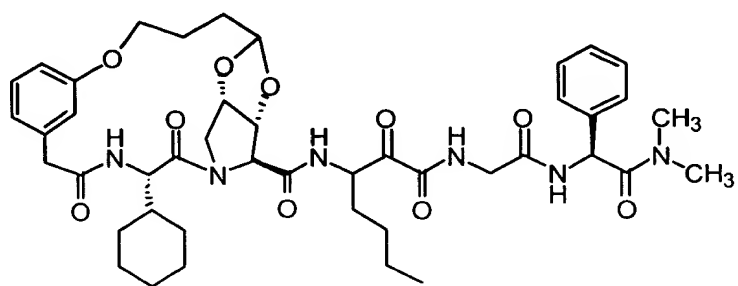


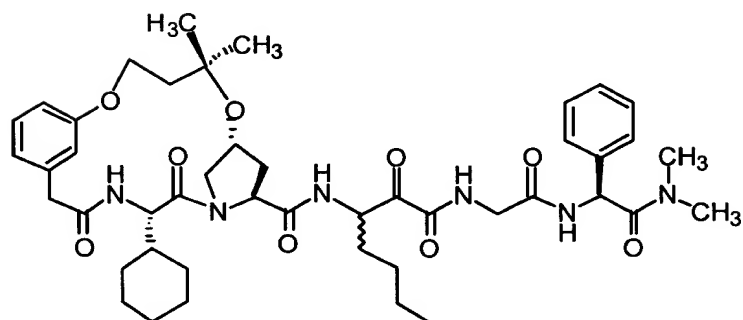
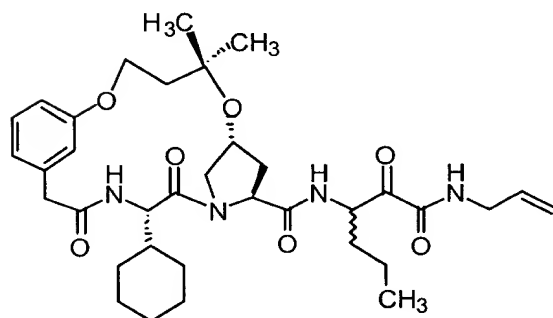
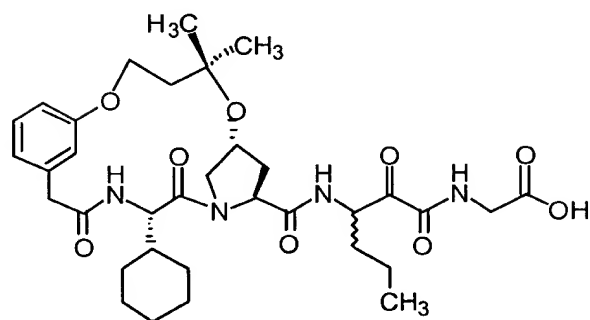
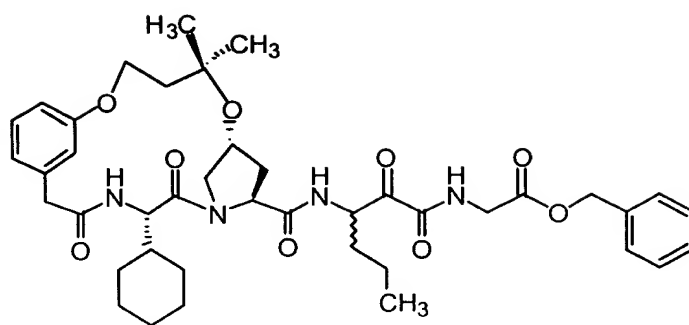


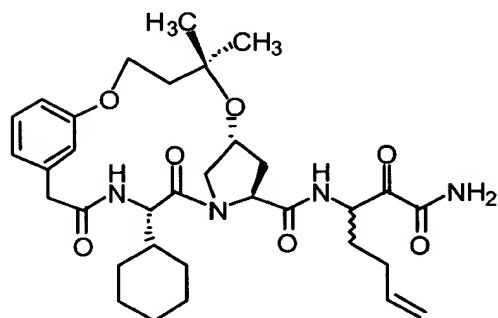
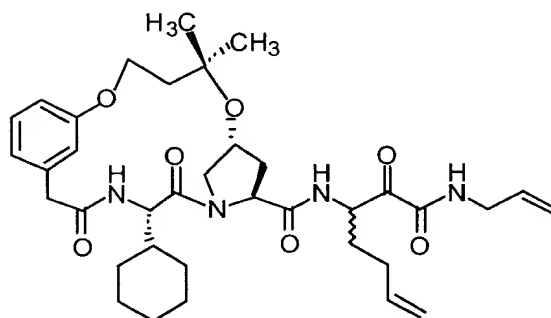
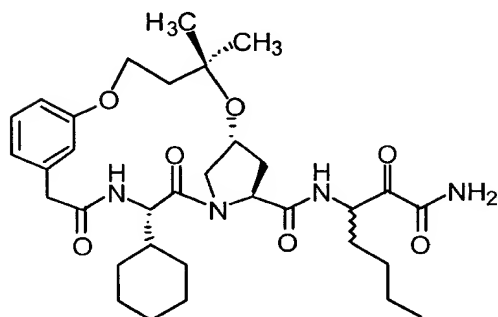
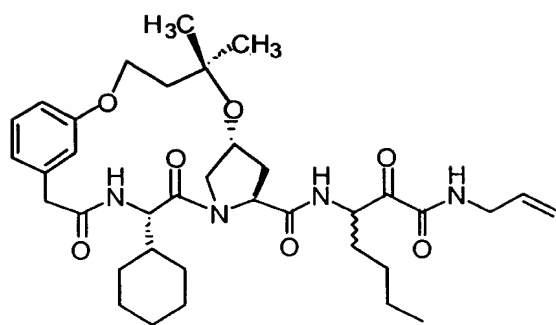


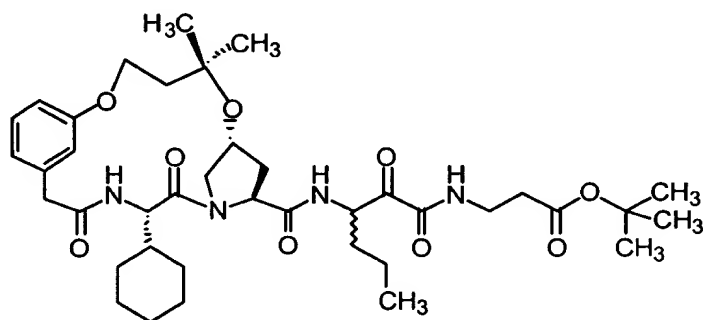
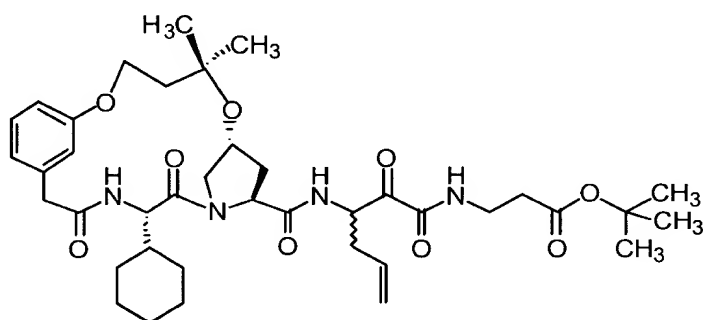
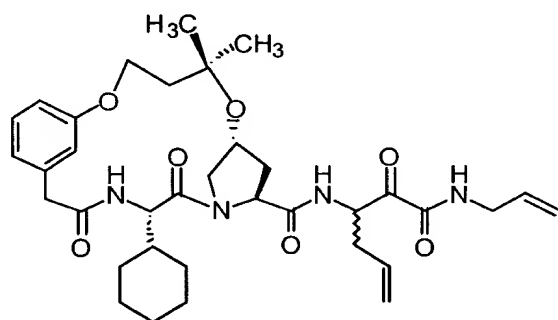
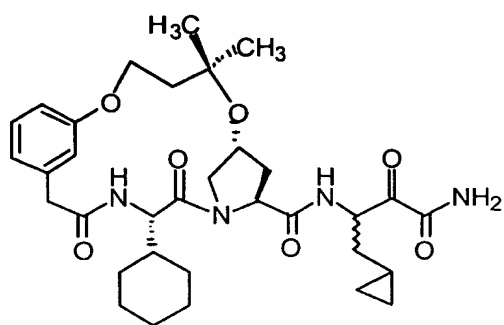


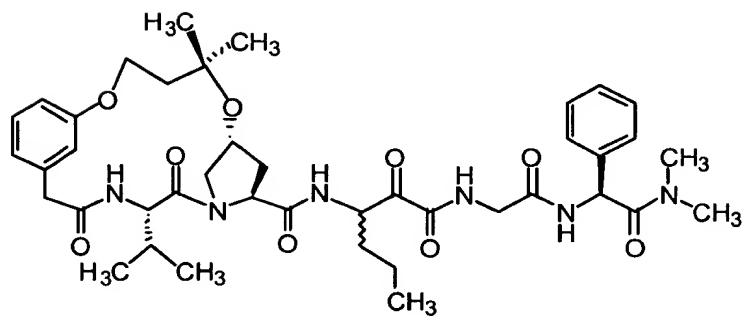
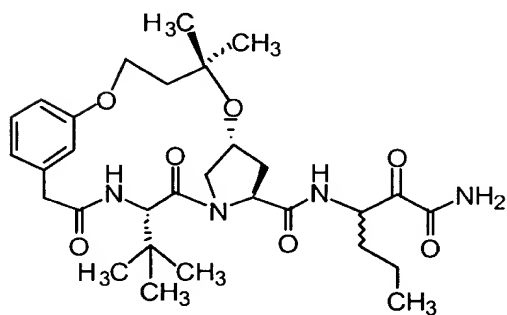
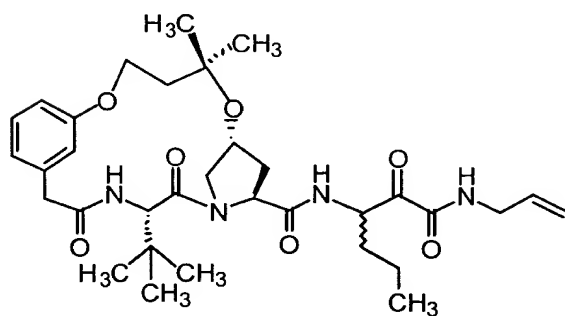
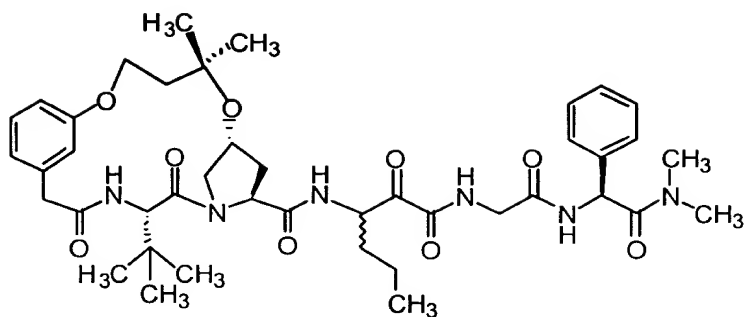


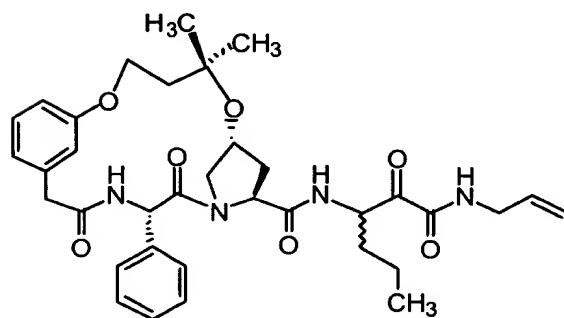
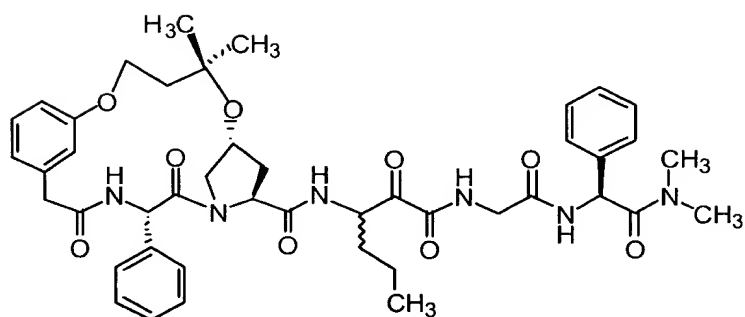
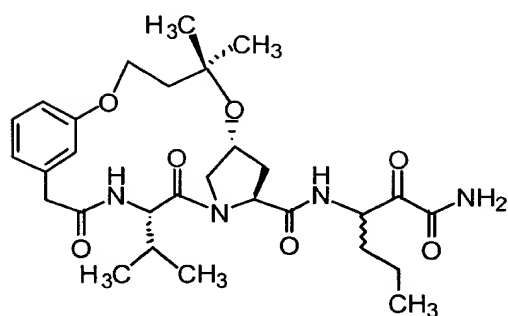
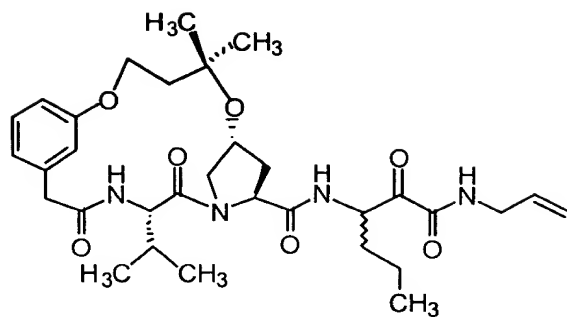


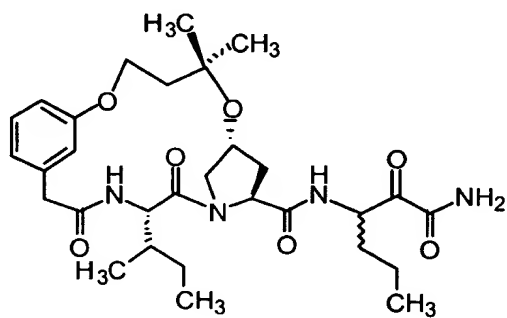
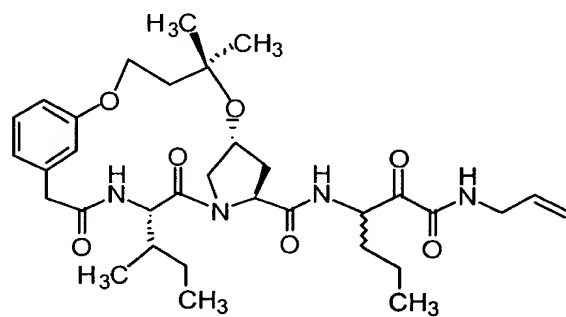
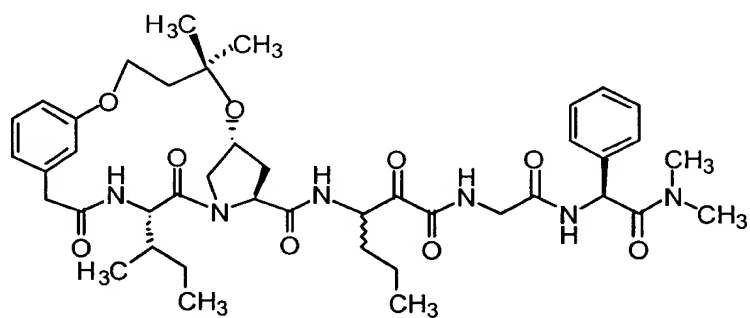
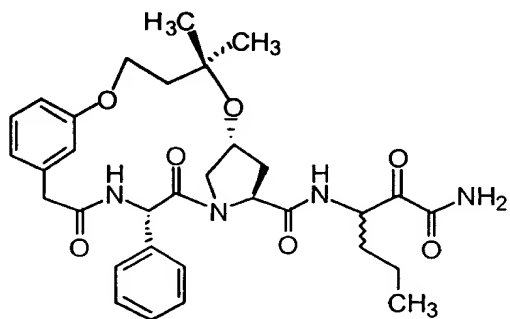




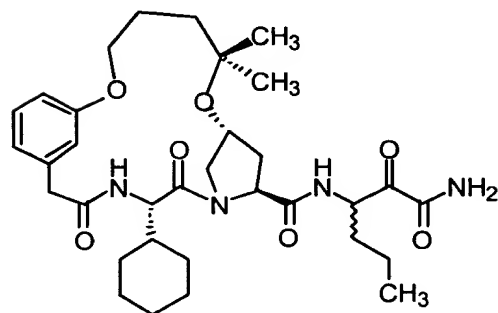
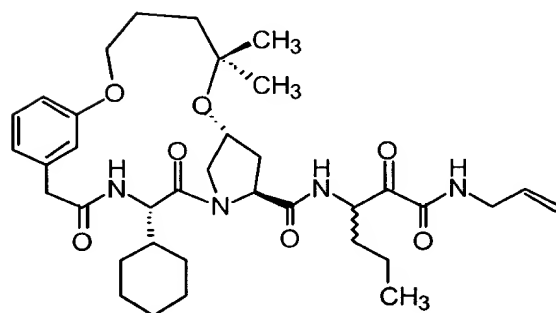
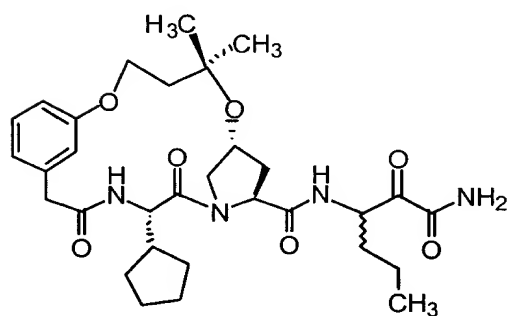
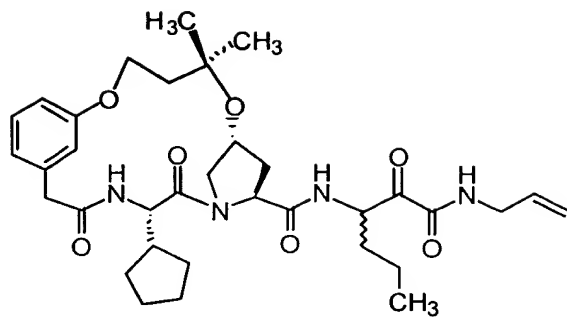


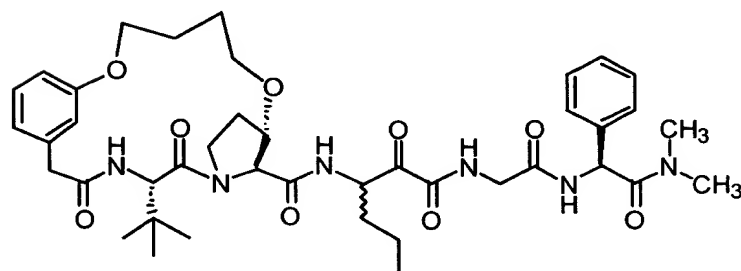
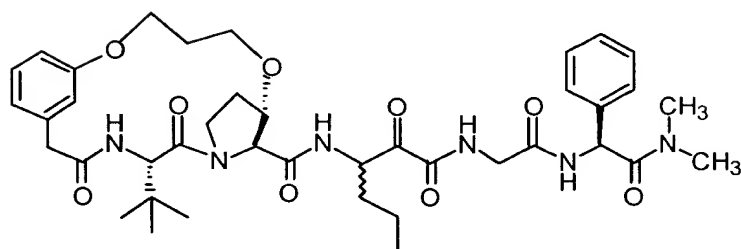
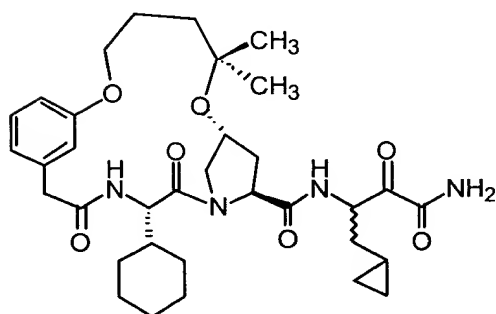
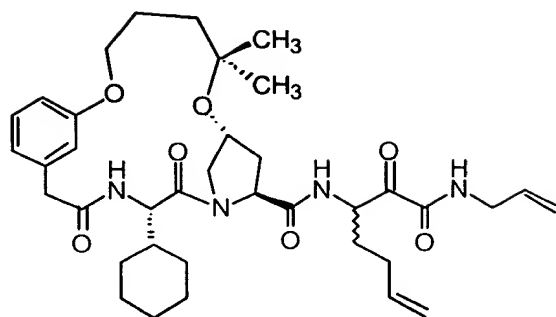




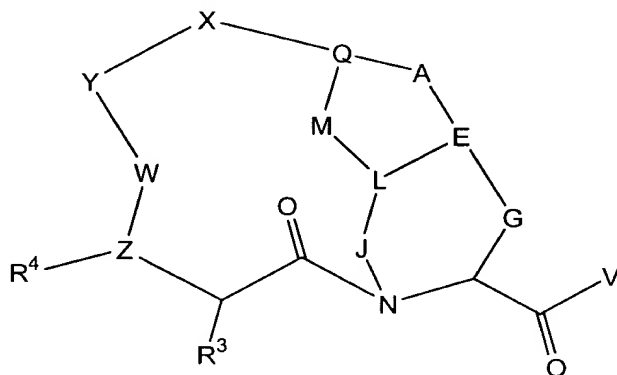








Claim 36 (original): A compound of the formula:



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